

EXHIBIT D

EX-4.1 4 exhibit4-1.htm

Exhibit 4.1

Execution Version

\$1,600,000,000

SENIOR UNSECURED INTERIM LOAN AGREEMENT

Dated as of December 20, 2007

Among

TRIBUNE COMPANY

as Borrower

THE INITIAL LENDERS NAMED HEREIN

as Initial Lenders

MERRILL LYNCH CAPITAL CORPORATION

as Administrative Agent

JPMORGAN CHASE BANK, N.A.

as Syndication Agent

CITICORP NORTH AMERICA, INC.

and

BANK OF AMERICA, N.A.

as Co-Documentation Agents

and

J.P. MORGAN SECURITIES INC.,

MERRILL LYNCH & CO.,

MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED,

CITIGROUP GLOBAL MARKETS INC.

and

BANC OF AMERICA SECURITIES LLC

as Joint Lead Arrangers and Joint Bookrunners

Cahill Gordon & Reindel LLP
80 Pine Street
New York, New York 10005

894358

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed by their respective officers thereunto duly authorized, as of the date first above written.

TRIBUNE COMPANY

By: /s/ Chandler Bigelow
Name: Chandler Bigelow
Title: Vice President

MERRILL LYNCH CAPITAL CORPORATION,
as Agent and Lender

By: /s/ David Tuvlin
Name: David Tuvlin
Title: Vice President

JPMORGAN CHASE BANK, N.A.,
as Syndication Agent and Lender

By: /s/ John Kowalcuk
Name: John Kowalcuk
Title: Vice President

CITICORP NORTH AMERICA, INC.,
as Lender

By: /s/ Julie Persily
Name: Julie Persily
Title: Managing Director

BANC OF AMERICA BRIDGE LLC,
as Lender

By: /s/ James G. Rose
Name: James G. Rose
Title: Managing Director

LEHMAN BROTHERS COMMERCIAL BANK,
as Lender

By: /s/ George Janes
Name: George Janes
Title: Chief Credit Officer

LASALLE BANK NATIONAL ASSOCIATION,
as Lender

By: /s/ Jason Guerra
Name: Jason Guerra
Title: Assistant Vice President

BARCLAYS BANK PLC,
as Lender

By: /s/ David Barton
Name: David Barton
Title: Associate Director

SUMITOMO MITSUI BANKING CORPORATION,
as Lender

By: /s/ Yoshihiro Hyakutome
Name: Yoshihiro Hyakutome
Title: General Manager

